

Fill in this information to identify the case:

Debtor name Starworks, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2019 to Filing Date

Operating a business
 Other _____

\$2,051,060.19

For prior year:
From 1/01/2018 to 12/31/2018

Operating a business
 Other _____

\$8,797,397.00

For year before that:
From 1/01/2017 to 12/31/2017

Operating a business
 Other _____

\$8,496,002.12

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2019 to Filing Date

Rental income

\$206,700.17

For prior year:
From 1/01/2018 to 12/31/2018

Rental income

\$106,968.65

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

Debtor Starworks, LLC None.

| Creditor's Name and Address | Dates | Total amount of value | Reasons for payment or transfer Check all that apply |
|-----------------------------------|-------|-----------------------|---|
| 3.1. See attached schedule | | \$0.00 | <input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____ |

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

 None.

| Insider's name and address Relationship to debtor | Dates | Total amount of value | Reasons for payment or transfer |
|--|-------|-----------------------|---------------------------------|
| 4.1. See attached schedule | | \$0.00 | |

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

 None

| Creditor's name and address | Describe of the Property | Date | Value of property |
|-----------------------------|--------------------------|------|-------------------|
|-----------------------------|--------------------------|------|-------------------|

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

 None

| Creditor's name and address | Description of the action creditor took | Date action was taken | Amount |
|-----------------------------|---|-----------------------|--------|
|-----------------------------|---|-----------------------|--------|

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity- within 1 year before filing this case.

 None.

| Case title Case number | Nature of case | Court or agency's name and address | Status of case |
|---|----------------|---|---|
| 7.1. 1 Model Management, LLC v. Starworks, LLC 650801/2019 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Room 161 New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.2. Beth Melsky Satellite Casting, LLC v. Starworks, LLC 02641/2019 | Commercial | NY Civil Court (NY County) 111 Centre Street New York, NY 10013 | <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded |

Debtor

Starworks, LLC

Case number (if known)

| Case title Case number | Nature of case | Court or agency's name and address | Status of case |
|---|-------------------------|---|--|
| 7.3. Bond Creative Search, Inc. v. Starworks, LLC 27490/2018 | Commercial | NY Civil Court (NY County) 111 Centre Street New York, NY 10013 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.4. Cingari v. Starworks, LLC 652729/2018 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007 | <input type="checkbox"/> Pending <input checked="" type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded |
| 7.5. Code Gray LLC v. Starworks, LLC 650355/2019 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.6. DG Premium Brands, LLC v. Starworks, LLC 654282/2019 | Commercial | NY State Supreme Court (NY County) 60 Centre St, Rm 161 New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.7. Frost v. Starworks, LLC BC682547 | Employment/Class Action | CA Superior Court Los Angeles County - Central District Stanley Mosk Courthouse, 111 N Hill St. Los Angeles, CA 90012 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.8. Grit New York LLC v. Starworks, LLC 655397/18 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007 | <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded |
| 7.9. Inthesomeday LLC v. Starworks, LLC 651009/2019 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10017 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.10. Losani v. SWG/Starworks Group 2019-00202-ENF | Commercial | NYC Department of Consumer Affairs 42 Broadway, 9th Floor New York, NY 10004 | <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded |
| 7.11. Man Repeller, LLC v. Starworks, LLX 654355/2018 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.12. U.S. Telepacific Corp v. Starworks LLC CV-017205 | Commercial | NY Civil Court (NY County) 111 Centre Street New York, NY 10004 | <input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded |
| 7.13. INCA International Productions, Inc. v. Starworks, LLC 654410/2019 | Commercial | NY State Supreme Court (NY County) 60 Centre Street, Rm 161 New York, NY 10007 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |

Debtor

Starworks, LLC

| Case title Case number | Nature of case | Court or agency's name and address | Status of case |
|---|----------------|---|---|
| 7.14 Commissioners of ther State Insurance Fund v. Starworks, LLC 61101/2019 | Commercial | NY State Supreme Court (Westchester Coun 111 Dr.Martin Luther King Jr Blvd White Plains, NY 10601 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

None

| Recipient's name and address | Description of the gifts or contributions | Dates given | Value |
|--|--|-------------|------------|
| 9.1. Goodwill | Clothing leftover from Starworks showroom | 5/31/2018 | \$5,000.00 |
| Recipients relationship to debtor | | | |

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

None

| Description of the property lost and how the loss occurred | Amount of payments received for the loss | Dates of loss | Value of property lost |
|--|---|---------------|------------------------|
| | If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property). | | |

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

Debtor

Starworks, LLC

| Who was paid or who received the transfer? Address | If not money, describe any property transferred | Dates | Total amount or value |
|---|---|-----------|-----------------------|
| 11.1. Halperin Battaglia Benzija, LLP 40 Wall Stret, 37th Fl. New York, NY 10005 | | 8/12/2019 | \$17,500.00 |

Email or website address

Who made the payment, if not debtor?
Vice Holding Inc.

| | | |
|---|-----------|------------|
| 11.2. Halperin Battaglia Benzija, LLP 40 Wall Stret, 37th Fl. New York, NY 10005 | 9/27/2019 | \$7,500.00 |
|---|-----------|------------|

Email or website address

Who made the payment, if not debtor?
Vice Holding Inc.**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

 None.

| Name of trust or device | Describe any property transferred | Dates transfers were made | Total amount or value |
|-------------------------|-----------------------------------|---------------------------|-----------------------|
| | | | |

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

 None.

| Who received transfer? Address | Description of property transferred or payments received or debts paid in exchange | Date transfer was made | Total amount or value |
|-----------------------------------|--|------------------------|-----------------------|
| | | | |

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

 Does not apply

| Address | Dates of occupancy From-To |
|---|-------------------------------|
| 14.1. 4525 Wilshire Blvd., Suite 150 Los Angeles, CA 90010 | 9/1/2018 to present |
| 14.2. 1601 Vine Street., 6th Floor Los Angeles, CA 90028 | 11/1/2017-12/1/2018 |

Part 8: Health Care Bankruptcies

Debtor Starworks, LLC**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

No. Go to Part 9.
 Yes. Fill in the information below.

| Facility name and address | Nature of the business operation, including type of services the debtor provides | If debtor provides meals and housing, number of patients in debtor's care |
|---------------------------|--|---|
|---------------------------|--|---|

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

No.
 Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

No. Go to Part 10.
 Yes. Does the debtor serve as plan administrator?

No Go to Part 10.

Yes. Fill in below:

Name of plan

Starworks 401(k) Plan (2 Plans: ADP Plan + Ubiquity Retire & Savings)

Employer identification number of the plan

EIN: 13-4146058

Has the plan been terminated?

No
 Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

| Financial Institution name and Address | Last 4 digits of account number | Type of account or instrument | Date account was closed, sold, moved, or transferred | Last balance before closing or transfer |
|---|---------------------------------|---|--|---|
| 18.1. JPMorgan Chase N.A. PO Box 659754 San Antonio, TX 78265-9754 | XXXX-5848 | <input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____ | August 2018 | \$0.00 |
| 18.2. Wells Fargo Bank N.A. 433 North Camden Drive., Suite 505 Beverly Hills, CA 90210 | XXXX-4712 | <input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____ | September 2018 | \$0.00 |

Debtor Starworks, LLC**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

| Depository institution name and address | Names of anyone with access to it Address | Description of the contents | Do you still have it? |
|---|--|-----------------------------|-----------------------|
|---|--|-----------------------------|-----------------------|

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

| Facility name and address | Names of anyone with access to it | Description of the contents | Do you still have it? |
|--|-----------------------------------|---|--|
| David Wang 59-73 59th Place Maspeth, NY 11378 | David Wang | Computers, laptop, standing desk, legal and personal files. | <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes |
| Grant/Vareljan Home 463 Greenwich Street #1 New York, NY 10013 | James Grant Svetlana Vareljan | Office furniture, flat-screen TVs, and computer | <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes |

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No.

Yes. Provide details below.

| Case title Case number | Court or agency name and address | Nature of the case | Status of case |
|---------------------------|----------------------------------|--------------------|----------------|
|---------------------------|----------------------------------|--------------------|----------------|

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No.

Yes. Provide details below.

Debtor Starworks, LLC

| Site name and address | Governmental unit name and address | Environmental law, if known | Date of notice |
|-----------------------|------------------------------------|-----------------------------|----------------|
|-----------------------|------------------------------------|-----------------------------|----------------|

24. Has the debtor notified any governmental unit of any release of hazardous material?

No.
 Yes. Provide details below.

| Site name and address | Governmental unit name and address | Environmental law, if known | Date of notice |
|-----------------------|------------------------------------|-----------------------------|----------------|
|-----------------------|------------------------------------|-----------------------------|----------------|

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

| Business name address | Describe the nature of the business | Employer Identification number Do not include Social Security number or ITIN. |
|--|---|---|
| 25.1. Starworks Artists, LLC 4525 Wilshire Blvd, Suite 150 Los Angeles, CA 90010 | Represent hair, makeup, and stylist artists. | Dates business existed EIN: 27-2846610 From-To 5/18/2010 -present |
| 25.2. Starworks London Ltd. C/o Alexander Lawson Jacobs 1 Kings Avenue London N21 3NA | Public relations and communications | EIN: Companies House: 05538168 From-To 8/16/2005 - present |

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

| Name and address | Date of service From-To |
|---|---|
| 26a.1. Alison Savary 374 South 5th St. Apt. 15 Brooklyn, NY 11211 | Client Finance Manager; 1/8/18-6/29/18 |
| 26a.2. Greg Dell 183-11 Hillside Ave Jamaica, NY 11432 | Controller; 6/4/18-8/31/18 |
| 26a.3. Patrick Martinelli 77 Cambridge Avenue Garden City, NY 11530 | Finance Manager; 11/17/14 - 4/13/18 |
| 26a.4. Anthony Cullen 63 Wall Street, Apt. 1211 New York, NY 10005 | Finance and Operations Manager; 6/1/17- 7/16/18 |
| 26a.5. Dahlia Nussbaum 355 East 72nd St., Apt 10J New York, NY 10021 | Corporate Financial Controller; 2/25/19 - present |

Debtor Starworks, LLC**Name and address****Date of service
From-To**

26a.6. **Stephanie Choudri**
C/o CFGI
340 Madison Avenue
New York, NY 10173

**Interim Chief
Financial Officer
(Consultant);
6/18/18 - 7/24/19**

26a.7. **Charlie Gillem**
c/o CFGI
340 Madison Ave.
New York, NY 10173

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

Name and address**Date of service
From-To**

26b.1. **See above response to No. 26(a)**

Name and address**Date of service
From-To**

26b.2. **Presti & Naegele**
225 West 35th Street, 5th Floor
New York, NY 10001

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address**If any books of account and records are
unavailable, explain why**

26c.1. **Presti & Naegele**
225 West 35th St, 5th Floor
New York, NY 10001

26c.2. **CFGI**
340 Madison Avenue
New York, NY 10173

26c.3. **G-Suite**
C/o Point Consultants
368 Broadway, Suite 303
New York, NY 10013

[Account is current until 8/31/19]

26c.4. **Xero Inc.**
Level 5, 101 Green Street
San Francisco, CA 94111

[Account is current until 9/15/19]

26c.5. **Dahlia Nussbaum**
355 East 72nd St. Apt. 10J
New York, NY 10021

26c.6. **David Wang**
59-73 59th Place
Maspeth, NY 11378

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Debtor Starworks, LLC**Name and address**

26d.1. **Advance American Funding**
27333 Meadowbrook Rd, Suite 240
Novi, MI 48377

26d.2. **Advanced Energy Capital**
One MetroTech Center - North
Brooklyn, NY 11201

26d.3. **Astrina, Inc.**
55 Union Place, Suite 200
Summit, NJ 07901

26d.4. **Bluevine Capital**
401 Warren St #300
Redwood City, CA 94063

26d.5. **Business Capital LLC**
1920 East Hallandale Beach BLVD
Suite 505
Hallandale, FL 33009

26d.6. **CFGI**
340 Madison Ave
New York, NY 10173

26d.7. **Change Group Americas**
111 John St, 19th Fl
New York, NY 10038

26d.8. **Chrome Capital Funding**
720 Goodlette-Frank Road, #400
Naples, FL 34102

26d.9. **Crown Funding Source**
240 Rockaway Avenue, Suite A
Valley Stream, NY 11580

26d.10. **Ed Painter**
c/o A2A Pharmaceuticals
JLABS @ NYC, 101 6th Ave
New York, NY 10013

26d.11. **Entrepreneurial Growth Capital**
505 Park Ave., #603
New York, NY 10022

26d.12. **Fox Capital Group, Inc.**
1125 N Fairfax Ave, #46309
Los Angeles, CA 90046

26d.13. **Knight Capital Funding**
9 E. Loockerman Street, Suite 202-543
Dover, DE 19901

26d.14. **Mill Wood Finance Ltd.**
Maria House, 35 Millers Road
Brighton, BN1 5NP

26d.15. **Miroma Ventures**
1 Cavendish Place
London W1G 0QF

26d.16. **Next Wave Enterprises**
5757 Blue Lagoon Drive, Suite 170
Miami, FL 33126

Debtor Starworks, LLC**Name and address**

26d.17. **Nicholas Voyer, CPA auditeur, CA | Assoc
Ernst & Young s.r.l./S.E.N.C.R.L
800 Boul. René-Lévesque Ouest
Montréal, Québec H3B 1X9, Canada**

26d.18. **Ocean West Capital Partners, LLC
2101 Rosecrans Avenue, Suite 3270
El Segundo, CA 90245**

26d.19. **Outten & Golden LLP
One California Street, 12th Floor
San Francisco, CA 94111**

26d.20. **Presti & Naegele
225 West 35th Street, 5th Floor
New York, NY 10001**

26d.21. **Super G Capital
1541 Ocean Ave., #200
Santa Monica, CA 90401**

26d.22. **Tainos Financial Consulting, LLC
134 Ludlow Place
Westfield, NJ 07090**

26d.23. **Union Funding Source, Inc.
780 Long Beach Blvd
Long Beach, NY 11561**

26d.24. **Vice Holding Inc.
99 North 10th Street
Brooklyn, NY 11211**

26d.25. **Vice Media LLC
55 Washington Street
Brooklyn, NY 11201**

26d.26. **Wells Fargo Home Mortgage
150 East 42nd Street, 31st Floor
New York, NY 10017**

26d.27. **West Coast Business Capital LLC
116 Nassau Street, Suite 804
New York, NY 10038**

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No
 Yes. Give the details about the two most recent inventories.

| Name of the person who supervised the taking of the inventory | Date of inventory | The dollar amount and basis (cost, market, or other basis) of each inventory |
|---|-------------------|--|
|---|-------------------|--|

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

| Name | Address | Position and nature of any interest | % of interest, if any |
|-------------------|--|-------------------------------------|-----------------------|
| Vice Holding Inc. | 99 North 10th Street Brooklyn, NY 11211 | Controlling Member | 51% |

Debtor Starworks, LLC

Case number (if known) _____

| Name | Address | Position and nature of any interest | % of interest, if any |
|-------------------|--|---|-----------------------|
| James Grant | 463 Greenwich Street #1 New York, NY 10013-1764 | Manager & Board Member, Chief Executive Officer, Class A Unit holder Representative | 18.38% |
| Svetlana Vareljan | 463 Greenwich Street #1 | Manager & Board Member, Chief Talent Officer | 18.38% |

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No
 Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

No
 Yes. Identify below.

| Name and address of recipient | Amount of money or description and value of property | Dates | Reason for providing the value |
|-------------------------------|--|-------|--------------------------------|
| 30.1 See attached schedule | | | |
| Relationship to debtor | | | |

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

No
 Yes. Identify below.

| Name of the parent corporation | Employer Identification number of the parent corporation |
|--------------------------------|--|
| Vice Holding Inc. | EIN: 06-1562658 |

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

No
 Yes. Identify below.

| Name of the pension fund | Employer Identification number of the parent corporation |
|--------------------------|--|
| | |

Debtor Starworks, LLC**Part 14: Signature and Declaration**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 9/27/2019

/s/ James Grant

Signature of individual signing on behalf of the debtor

James Grant

Printed name

Position or relationship to debtor Chief Executive Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

No
 Yes

Statement of Financial Affairs - Question No. 3

| Date | Creditor Name | Creditor's Address | Reference | Total Amount | Reason for Payment or |
|------------|--|---|-----------|--------------------|--|
| 07/3/2019 | 5 Crosby Street | 5 Crosby Street, New York, NY 10013 | 43024 | \$15,000.00 | rent payment NY office |
| 07/9/2019 | 5 Crosby Street | | 17-Jan | \$648.46 | rent payment NY office |
| 07/9/2019 | 5 Crosby Street | | 43024 | \$1,308.95 | rent payment NY office |
| 07/9/2019 | 5 Crosby Street | | 17-Feb | \$714.60 | rent payment NY office |
| 07/9/2019 | 5 Crosby Street | | 17-Mar | \$12,327.99 | rent payment NY office |
| | | | | \$30,000.00 | |
| | | | | | |
| | | | | | |
| 07/9/2019 | Baker Tilly Virchow Krause, LLP | 1050 Crown Pointe Parkway, Suite 1650 Atlanta, GA 30338 | BT1378140 | \$28,745.00 | forensic accountant- Anthony Cullen case |
| 07/9/2019 | Baker Tilly Virchow Krause, LLP | | BT1423908 | \$5,470.00 | forensic accountant- Anthony Cullen case |
| 07/11/2019 | Baker Tilly Virchow Krause, LLP | | BT1396466 | \$6,777.50 | forensic accountant- Anthony Cullen |
| | | | | \$40,992.50 | |
| | | | | | |
| 06/27/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 06/28/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/1/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/2/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/3/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/5/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/8/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/9/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/10/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/11/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/12/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/15/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/16/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/17/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/18/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/19/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/23/2019 | Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 07/31/2019 | Payment: Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 08/8/2019 | Payment: Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| 08/9/2019 | Payment: Bridge Funding Capital (Chrome 2) | | | \$1,606.07 | loan repayment |
| | | | | \$32,121.40 | |
| | | | | | |
| 06/27/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 06/28/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/1/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/2/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |

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|------------|------------------------|--|--|--------------------|----------------|
| 07/3/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/5/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/5/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/8/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/9/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/10/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/11/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/12/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/15/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/16/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/17/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/18/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/19/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| 07/23/2019 | Chrome Capital | | | \$1,699.00 | loan repayment |
| | | | | \$30,582.00 | |
| | | | | | |
| | | | | | |
| 06/27/2019 | Fox Capital Group | 1125 N Fairfax Ave, #46309, West Hollywood, CA 90046 | | \$2,190.00 | loan repayment |
| 06/28/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/1/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/2/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/3/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/5/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/8/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/8/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/9/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/10/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/11/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/12/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/15/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/16/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/17/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/18/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 07/23/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 08/8/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| 08/9/2019 | Fox Capital Group | | | \$2,190.00 | loan repayment |
| | | | | \$41,610.00 | |
| | | | | | |
| | | | | | |
| 06/27/2019 | Knight Capital Funding | 9 E. Loockerman Street, Suite 202-543, Dover, DE 19901 | | \$965.91 | loan repayment |
| 06/28/2019 | Knight Capital Funding | | | \$965.91 | loan repayment |
| 07/1/2019 | Knight Capital Funding | | | \$965.91 | loan repayment |
| 07/2/2019 | Knight Capital Funding | | | \$965.91 | loan repayment |
| 07/3/2019 | Knight Capital Funding | | | \$965.91 | loan repayment |
| 07/5/2019 | Knight Capital Funding | | | \$965.91 | loan repayment |
| 07/8/2019 | Knight Capital Funding | | | \$965.91 | loan repayment |

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|------------|------------------------|--|---------|--------------------|---|
| 07/9/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/10/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/11/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/12/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/15/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/16/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/17/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/18/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| 07/19/2019 | Knight Capital Funding | | | \$965.91 | <i>loan repayment</i> |
| | | | | \$15,454.56 | |
| | | | | | |
| | | | | | |
| 06/28/2019 | Next Wave Funding | 5757 Blue Lagoon Drive, Suite 170, Miami, FL 33126 | | \$6,845.24 | <i>loan repayment</i> |
| 07/8/2019 | Next Wave Funding | | | \$6,845.24 | <i>loan repayment</i> |
| 07/12/2019 | Next Wave Funding | | | \$6,845.24 | <i>loan repayment</i> |
| | | | | \$20,535.72 | |
| | | | | | |
| | | | | | |
| 07/2/2019 | Point Consultants | 368 Broadway, Suite 303, New York, NY | 8054 | \$8.98 | <i>Microsoft Office</i> |
| 07/2/2019 | Point Consultants | | 8055 | \$8.98 | <i>Microsoft Office</i> |
| 07/5/2019 | Point Consultants | | 8070 | \$4,089.35 | <i>G-suite</i> |
| 07/15/2019 | Point Consultants | | 7794 | \$3,700.00 | <i>IT Services</i> |
| | | | | \$7,807.31 | |
| | | | | | |
| 07/9/2019 | The Wall Group LA, LLC | 38 W 21st St, Fl 11, New York, NY | 9963388 | \$30,471.23 | <i>stylist services for the Laundress</i> |
| | | | | \$30,471.23 | |
| | | | | | |
| 07/10/2019 | Union Funding Source | 780 Long Beach Blvd Long Beach, NY 11561 | | \$35.00 | <i>loan repayment</i> |
| 06/27/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/1/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/2/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/3/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/8/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/9/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/10/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/11/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/12/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/15/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/16/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| 07/17/2019 | Union Funding Source | | | \$2,456.25 | <i>loan repayment</i> |
| | | | | \$29,510.00 | |
| | | | | | |
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|------------|---|--|--------------------|--|
| 06/27/2019 | West Coast Business Capital | 116 Nassau Street, Suite 804, New York, NY 10038 | \$2,936.00 | <i>loan repayment</i> |
| 06/28/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/1/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/2/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/3/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/5/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/8/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/9/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/10/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/11/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/12/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/15/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/16/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 07/17/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| 08/9/2019 | West Coast Business Capital | | \$2,936.00 | <i>loan repayment</i> |
| | | | \$44,040.00 | |
| | | | | |
| | | | | |
| | | | | |
| 06/27/2019 | Trinet | | \$75,536.11 | <i>employee payroll</i> |
| 07/3/2019 | Trinet | One Park Place Suite 600 Dublin, CA 94568 | \$525.93 | <i>employee payroll</i> |
| | | | \$76,062.04 | |
| | | | | |
| | | | | |
| 07/9/2019 | American Express C/o Zwicker & Associates PC | | \$10,837.03 | <i>american express settlement payment</i> |
| | | | \$10,837.03 | |
| | | | | |

Statement of Financial Affairs Schedule for Questions No. 4 and 30

| Insider (for the benefit of) | Vendor/Payment Made To | Relationship to Debtor | Dates | Total Amount of Value | Reason for Payment or Transfer |
|------------------------------|-----------------------------------|------------------------|------------|-----------------------|---|
| James Grant | AMEX (*1003) | Officer | 09/30/2018 | \$1,314.64 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*4001) | Officer | 09/30/2018 | \$830.72 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Capital One | Officer | 09/30/2018 | \$4,177.80 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | SoHo House | Officer | 10/1/2018 | \$626.03 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Withdrawal | Officer | 10/1/2018 | \$264.44 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 10/2/2018 | \$10,416.50 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 10/2/2018 | \$5,000.00 | IRS payment for taxes |
| James Grant | AT&T | Officer | 10/15/2018 | \$97.30 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | La Esquina | Officer | 10/15/2018 | \$116.87 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 10/22/2018 | \$103.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 10/22/2018 | \$10,416.50 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | GOGOAIR.COM | Officer | 10/23/2018 | \$16.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Holiday Cars | Officer | 10/25/2018 | -\$474.34 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 10/25/2018 | \$203.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 10/25/2018 | \$60.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank | Officer | 10/29/2018 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Halle Lagatta - Lyft | Officer | 10/30/2018 | \$8.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Halle Lagatta - Top Shop | Officer | 10/30/2018 | \$12.09 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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|-------------|----------------------------|---------|------------|-------------|---|
| James Grant | AMEX (*1003) | Officer | 10/31/2018 | \$8,286.30 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*4001) | Officer | 10/31/2018 | \$171.17 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Capital One | Officer | 10/31/2018 | \$893.38 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 11/1/2018 | \$10,416.50 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Grub Hub Juice Press | Officer | 11/7/2018 | \$56.18 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Discount Cleaning | Officer | 11/13/2018 | \$162.44 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Pond5 | Officer | 11/13/2018 | \$98.99 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 11/13/2018 | \$102.49 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AT&T | Officer | 11/14/2018 | \$398.69 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Pond5 | Officer | 11/16/2018 | \$69.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo | Officer | 11/16/2018 | \$116.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 11/16/2018 | \$102.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Aesop Nolita | Officer | 11/19/2018 | \$105.61 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 11/19/2018 | \$260.15 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 11/19/2018 | \$123.99 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 11/19/2018 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 11/19/2018 | \$5.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Capital One | Officer | 11/23/2018 | \$4,396.90 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 11/23/2018 | \$10,416.50 | Payment provided for in Grant's Amended and Restated Employment Agreement |

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|-------------|-----------------------------------|---------|------------|-------------|---|
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 11/26/2018 | \$5.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Withdrawal | Officer | 11/26/2018 | \$257.69 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank | Officer | 11/27/2018 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*1003) | Officer | 11/30/2018 | \$1,087.48 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*4001) | Officer | 11/30/2018 | \$3,355.61 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Capital One | Officer | 11/30/2018 | \$3,068.83 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Samsung | Officer | 12/7/2018 | \$78.61 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 12/12/2018 | \$10,416.50 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo | Officer | 12/13/2018 | \$140.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AT&T | Officer | 12/14/2018 | \$196.45 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo (Brody Baker) | Officer | 12/14/2018 | \$2,750.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 12/19/2018 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM withdrawal | Officer | 12/19/2018 | \$202.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Abebooks.com | Officer | 12/21/2018 | \$60.03 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo (Brody Baker) | Officer | 12/21/2018 | \$2,750.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank | Officer | 12/27/2018 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*1003) | Officer | 12/31/2018 | \$5,039.92 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*4001) | Officer | 12/31/2018 | \$20.87 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |

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|-------------|--------------------|---------|------------|-------------|---|
| James Grant | Capital One | Officer | 12/31/2018 | \$6,173.20 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Katona & Mir LLP | Officer | 01/2/2019 | \$1,340.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Soho House | Officer | 01/2/2019 | \$626.03 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | VIRGIN Airlines | Officer | 01/2/2019 | \$3,060.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Aladdin | Officer | 01/7/2019 | \$372.70 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo | Officer | 01/7/2019 | \$708.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 01/9/2019 | \$10,416.67 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Arco (Culver City) | Officer | 01/11/2019 | \$21.70 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch | Officer | 01/14/2019 | \$784.44 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch | Officer | 01/14/2019 | \$784.44 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch | Officer | 01/14/2019 | \$784.44 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | M Cafe | Officer | 01/14/2019 | \$240.43 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch | Officer | 01/15/2019 | \$28.47 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch | Officer | 01/15/2019 | \$552.18 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank | Officer | 01/28/2019 | \$498.98 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank | Officer | 01/28/2019 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Capital One | Officer | 01/31/2019 | \$6,126.68 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Juice Press | Officer | 01/31/2019 | \$23.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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|-------------|-----------------------------------|---------|------------|--|------------|---|
| James Grant | AMEX (*1003) | Officer | 02/1/2019 | | \$889.56 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | AMEX (*4001) | Officer | 02/1/2019 | | \$2,470.78 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JUBILEE MARKET | Officer | 02/1/2019 | | \$16.97 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 02/4/2019 | | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - atm withdrawal | Officer | 02/4/2019 | | \$203.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 02/5/2019 | | \$5.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM withdrawal | Officer | 02/5/2019 | | \$264.71 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 02/8/2019 | | \$5,208.34 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Juice Press | Officer | 02/15/2019 | | \$31.26 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 02/19/2019 | | \$203.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 02/19/2019 | | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | VIRGIN Airlines | Officer | 02/26/2019 | | \$2,018.86 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank | Officer | 02/27/2019 | | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Capital One | Officer | 02/28/2019 | | \$1,586.52 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | New York State DMV | Officer | 03/6/2019 | | \$7.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wall Street Journal | Officer | 03/6/2019 | | \$19.49 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 03/8/2019 | | \$266.37 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 03/8/2019 | | \$5.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Hotels.com | Officer | 03/11/2019 | | \$1,152.39 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | Eurostar | Officer | 03/13/2019 | \$285.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | VIRGIN Airlines | Officer | 03/13/2019 | \$2,838.23 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 03/13/2019 | \$10,416.67 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Bowlmor | Officer | 03/18/2019 | \$53.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank | Officer | 03/18/2019 | \$1,665.41 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 03/18/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - atm withdrawal | Officer | 03/18/2019 | \$203.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Insomnia Cookies | Officer | 03/25/2019 | \$19.96 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | UNIQLO NY SOHO | Officer | 03/26/2019 | \$9.90 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JUBILEE MARKET | Officer | 03/27/2019 | \$23.96 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank | Officer | 03/27/2019 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Hotels.com | Officer | 04/1/2019 | \$531.36 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Smile To Go | Officer | 04/1/2019 | \$18.78 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 | Officer | 04/1/2019 | \$181.99 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 04/1/2019 | \$102.95 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee | Officer | 04/1/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 04/1/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Soho House - | Officer | 04/2/2019 | \$626.03 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Chase - Check | Officer | 04/3/2019 | \$1,236.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | Citibank - | Officer | 04/8/2019 | \$2,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Medmen Venice - | Officer | 04/8/2019 | \$91.98 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Medmen Venice - | Officer | 04/11/2019 | \$201.48 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 04/11/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - JG Cash | Officer | 04/11/2019 | \$202.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 04/12/2019 | \$5,000.00 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Medmen Venice - | Officer | 04/15/2019 | \$125.93 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Midway Car Rental - car rental LA | Officer | 04/17/2019 | \$4,941.85 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Paclot Supplies - overnighted personal items to James in LA | Officer | 04/17/2019 | \$130.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 04/17/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - JG Cash withdrawal | Officer | 04/17/2019 | \$146.82 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Paclot Supplies - shipping personal items to james | Officer | 04/19/2019 | \$65.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - NSF charge for CC payment | Officer | 04/22/2019 | \$35.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - cc | Officer | 04/25/2019 | \$2,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 04/26/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - JG cash withdrawal | Officer | 04/26/2019 | \$203.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Cash Back - | Officer | 04/29/2019 | \$100.74 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - cc payment | Officer | 04/29/2019 | \$2,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | Citibank - cc payment | Officer | 04/29/2019 | \$2,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank - | Officer | 04/29/2019 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Arco - | Officer | 05/1/2019 | \$51.22 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Arco - | Officer | 05/2/2019 | \$58.14 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | bill.com - | Officer | 05/2/2019 | -\$0.01 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch - | Officer | 05/2/2019 | \$402.72 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Chase - Check | Officer | 05/2/2019 | \$1,161.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/2/2019 | \$1,100.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/2/2019 | -\$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/2/2019 | \$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/2/2019 | \$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 05/2/2019 | \$10,416.66 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Cash Back - | Officer | 05/3/2019 | \$151.11 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/3/2019 | \$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/3/2019 | -\$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 05/3/2019 | \$202.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 05/3/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Calamigos Ranch - | Officer | 05/6/2019 | \$95.94 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Cash Back - | Officer | 05/7/2019 | \$151.11 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | JETBLUE - JG flight change for daughter | Officer | 05/8/2019 | | \$48.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JETBLUE - JG flight change for daughter | Officer | 05/8/2019 | | \$48.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/10/2019 | | \$110.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/10/2019 | | \$120.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | I LOVE LA TERMINAL 5 - | Officer | 05/13/2019 | | \$91.89 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | USH Ticketing Reta Universal CA - | Officer | 05/13/2019 | | \$24.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/13/2019 | | \$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/13/2019 | | \$0.01 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 05/14/2019 | | \$163.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 05/14/2019 | | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Cash Back - | Officer | 05/15/2019 | | \$113.33 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Cash Back - | Officer | 05/15/2019 | | \$100.74 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Midway Car Rental - car rental | Officer | 05/15/2019 | | \$4,209.33 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 05/15/2019 | | \$303.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 05/15/2019 | | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Hotel Tonight - JG NY Hotel personal | Officer | 05/16/2019 | | \$440.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Le Cafe De La Plag Miibu - | Officer | 05/17/2019 | | \$21.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/17/2019 | | \$960.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/17/2019 | | \$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | Venmo - | Officer | 05/17/2019 | -\$500.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 05/17/2019 | \$5,000.00 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Cash Back - | Officer | 05/20/2019 | \$201.48 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/20/2019 | \$1.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/21/2019 | \$80.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/22/2019 | \$1,000.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Eye Exam Santa Monica - | Officer | 05/23/2019 | \$852.97 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Eye Exam Santa Monica - | Officer | 05/23/2019 | \$168.46 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 05/24/2019 | \$2,500.00 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Bank Card Deposit - | Officer | 05/28/2019 | \$2,625.17 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - | Officer | 05/28/2019 | \$190.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - | Officer | 05/28/2019 | \$2,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Maris Collective - | Officer | 05/28/2019 | \$881.48 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Medmen Venice - | Officer | 05/28/2019 | \$201.48 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank - | Officer | 05/28/2019 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 05/28/2019 | \$1,000.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 05/28/2019 | \$102.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 05/28/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Venmo - | Officer | 06/3/2019 | \$560.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 06/3/2019 | \$5,000.00 | Payment provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | Citibank - | Officer | 06/4/2019 | \$1,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Elle Molchan - Reimbursement for | Officer | 06/4/2019 | \$201.48 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | The Beekman - | Officer | 06/4/2019 | \$55.91 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | The Beekman - | Officer | 06/4/2019 | \$2,764.74 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Chase - Check | Officer | 06/5/2019 | \$1,011.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Tacombi - | Officer | 06/7/2019 | \$105.71 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 06/11/2019 | \$2,500.00 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Elle Molchan - Medmen- James personal | Officer | 06/12/2019 | \$201.48 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | The Beekman - | Officer | 06/13/2019 | \$4,845.29 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Augustine Restaurant - | Officer | 06/14/2019 | \$234.34 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Lyft - | Officer | 06/14/2019 | \$18.58 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 06/14/2019 | \$303.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 06/14/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 06/14/2019 | \$2,500.00 | Payment provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JETBLUE - | Officer | 06/17/2019 | \$91.20 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JETBLUE - | Officer | 06/17/2019 | \$25.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | NICKEL & DINER - | Officer | 06/17/2019 | \$72.97 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | NICKEL & DINER - | Officer | 06/17/2019 | \$104.99 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | liquiteria NY - | Officer | 06/18/2019 | \$18.51 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | SUNNYSKINCO - | Officer | 06/18/2019 | \$23.16 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | SUNNYSKINCO - | Officer | 06/18/2019 | \$102.30 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | The Beekman - | Officer | 06/18/2019 | \$56.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | The Beekman - | Officer | 06/18/2019 | \$2,811.41 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Ootoya Chelsea - | Officer | 06/20/2019 | \$148.07 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Guaranteed Payment | Officer | 06/21/2019 | \$2,500.00 | Guaranteed Payments |
| James Grant | APPLE STORE - | Officer | 06/24/2019 | \$215.57 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - | Officer | 06/24/2019 | \$1,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - | Officer | 06/24/2019 | \$1,000.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Icracked Repair - | Officer | 06/24/2019 | \$174.19 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Liberty 8th Ave -(Exxon) | Officer | 06/24/2019 | \$50.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | SALON M TRIBECA - | Officer | 06/24/2019 | \$209.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - | Officer | 06/24/2019 | \$202.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - ATM Fee- | Officer | 06/24/2019 | \$2.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Dunkin Donuts - | Officer | 06/26/2019 | \$3.66 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Hotels.com - | Officer | 06/26/2019 | \$833.20 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JETBLUE - refund- | Officer | 06/26/2019 | -\$40.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Synchrony Bank - | Officer | 06/27/2019 | \$90.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | pret a manger - Brian Kusiak | Officer | 06/28/2019 | \$12.11 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | pret a manger - Brian Kusiak | Officer | 06/28/2019 | \$19.02 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant | Wells Fargo 6768 - jg cash | Officer | 06/28/2019 | \$220.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Mr. C - | Officer | 07/1/2019 | \$369.99 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Wells Fargo 6768 - jg cash | Officer | 07/3/2019 | \$300.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | JFKLOT - | Officer | 07/5/2019 | \$10.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Lyft - | Officer | 07/8/2019 | \$11.16 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Fox Fodder Farm - | Officer | 07/12/2019 | \$48.99 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - cc | Officer | 07/18/2019 | \$100.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Hotels.com - | Officer | 07/22/2019 | \$161.88 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Citibank - cc | Officer | 07/23/2019 | \$101.00 | Repayment/draw down on an Outstanding Note Balance and payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Seamless | Officer | Assorted | \$2,093.57 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Seamless | Officer | Assorted | \$1,395.72 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Uber | Officer | Assorted | \$1,279.89 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant | Uber | Officer | Assorted | \$853.26 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| | | | | \$260,224.05 | |
| James Grant/ Svetlana Vareljan | Land Rover Financial Group | Officer | 09/30/2018 | \$1,136.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTA Tolls | Officer | 10/12/2018 | \$125.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | Land Rover Financial Group | Officer | 10/16/2018 | \$1,136.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTA | Officer | 10/26/2018 | \$100.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | Icon Parking - Quik Park Tribeca LLC | Officer | 11/1/2018 | \$675.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant/Svetlana Vareljan | MTA | Officer | 11/15/2018 | | \$25.00 | Payment of business expenses provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 11/19/2018 | | \$25.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 11/23/2018 | | \$135.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Moving items to JG/AV personal residence | Officer | 11/26/2018 | | \$400.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Quik Park | Officer | 12/4/2018 | | \$750.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 12/6/2018 | | \$135.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 12/20/2018 | | \$135.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Quik Park | Officer | 01/3/2019 | | \$750.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Land Rover Financial Group | Officer | 01/7/2019 | | \$1,161.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 01/22/2019 | | \$135.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Land Rover Financial Group | Officer | 02/5/2019 | | \$1,111.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Quik Park | Officer | 02/5/2019 | | \$750.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 02/19/2019 | | \$135.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Quik Park | Officer | 03/5/2019 | | \$750.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Land Rover Financial Group | Officer | 03/7/2019 | | \$1,136.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTATB | Officer | 03/8/2019 | | \$185.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | TSI - MTA Bridges & Tunnels unpaid tolls | Officer | 03/26/2019 | | \$651.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | Quik Park - | Officer | 04/3/2019 | | \$750.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB - MTA Tolls and Bridges- JG/AV Car | Officer | 04/15/2019 | | \$185.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |

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| James Grant/ Svetlana Vareljan | NYC Depart of Finance - parking violations | Officer | 04/15/2019 | \$65.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB - MTA Tolls and Bridges- JG/AV Car | Officer | 05/3/2019 | \$185.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | Quik Park - | Officer | 05/3/2019 | \$750.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB - | Officer | 05/17/2019 | \$185.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MTATB - | Officer | 06/3/2019 | \$245.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MP Hudson LLC - - parking | Officer | 06/18/2019 | \$58.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | JFKLOT - - daughter drop off | Officer | 06/26/2019 | \$10.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | Alana Varel - Guaranteed Payment | Officer | 06/28/2019 | \$5,000.00 | Guaranteed Payments |
| James Grant/ Svetlana Vareljan | Land Rover Financial Group | Officer | 07/2/2019 | \$1,136.50 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's Amended and Restated Employment Agreement |
| James Grant/ Svetlana Vareljan | MTATB - | Officer | 07/5/2019 | \$245.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| James Grant/ Svetlana Vareljan | MP 34 Tribeca - | Officer | 07/12/2019 | \$1,324.00 | Repayment/draw down on an Outstanding Note Balance provided for in Grant's and Vareljan's Amended and Restated Employment Agreements |
| | | | | \$21,682.00 | |
| Svetlana Vareljan | Guaranteed Payment | Officer | 10/2/2018 | \$10,416.50 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 10/2/2018 | \$5,000.00 | IRS payment for taxes |
| Svetlana Vareljan | Guaranteed Payment | Officer | 10/22/2018 | \$10,416.50 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 11/1/2018 | \$10,416.50 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T-Mobile | Officer | 11/13/2018 | \$274.64 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 11/23/2018 | \$10,416.50 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T-Mobile | Officer | 11/29/2018 | \$278.16 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T Mobile | Officer | 12/11/2018 | \$227.06 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 12/12/2018 | \$10,416.50 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |

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| Svetlana Vareljan | Guaranteed Payment | Officer | 01/9/2019 | \$10,416.66 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T-Mobile | Officer | 01/11/2019 | \$240.97 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 02/8/2019 | \$5,208.33 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T-Mobile | Officer | 02/11/2019 | \$264.93 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Convergent Outsourcing, Inc. (T Mobile Settlement) | Officer | 03/2/2019 | \$282.80 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T Mobile | Officer | 03/11/2019 | \$202.16 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 03/13/2019 | \$10,416.66 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T Mobile - AV cell phones | Officer | 04/11/2019 | \$233.02 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 04/12/2019 | \$5,000.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 05/2/2019 | \$10,416.67 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T Mobile - AV cell phones | Officer | 05/13/2019 | \$247.59 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 05/17/2019 | \$5,000.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 05/24/2019 | \$2,500.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 06/3/2019 | \$5,000.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 06/11/2019 | \$2,500.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 06/14/2019 | \$2,500.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | Guaranteed Payment | Officer | 06/21/2019 | \$2,500.00 | Payment provided for in Vareljan's Amended and Restated Employment Agreement |
| Svetlana Vareljan | T Mobile - | Officer | 07/11/2019 | \$331.56 | Payment of business expenses provided for in Vareljan's Amended and Restated Employment Agreement |
| | | | | \$121,123.71 | |
| Vice AB (Affiliate of Vice Holding Inc) | Vice AB | Member | 1/7/2019 | \$14,394.88 | Reimbursement of talent travel and wardrobe costs for media campaign |
| | | | | \$14,394.88 | |
| Starworks London Ltd. | Starworks London Ltd. | Affiliate of member, Vice Holding Inc | 1/28/2019 | \$100,000.00 | Repayment of short term loan from SW London |

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| Starworks London Ltd. | The Squad | Affiliate of member, Vice Holding Inc | 3/18/2019 | \$10,089.80 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Onward Display Limited | Affiliate of member, Vice Holding Inc | 3/20/2019 | \$3,761.96 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Next Management London | Affiliate of member, Vice Holding Inc | 3/22/2019 | \$3,250.41 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Starworks London Ltd. | Affiliate of member, Vice Holding Inc | 4/3/2019 | \$67,466.65 | Loan to Starworks London for HMRC |
| Starworks London Ltd. | Statesman Travel | Affiliate of member, Vice Holding Inc | 4/3/2019 | \$13,497.37 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Starworks London Ltd. | Affiliate of member, Vice Holding Inc | 4/15/2019 | \$290,000.00 | Loan to Starworks London for HMRC |
| Starworks London Ltd. | Statesman Travel | Affiliate of member, Vice Holding Inc | 5/2/2019 | \$6,677.66 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Statesman Travel | Affiliate of member, Vice Holding Inc | 5/8/2019 | \$13,331.39 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | MM Shopfitting and joinery | Affiliate of member, Vice Holding Inc | 5/9/2019 | \$2,672.24 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Lulu Kennedy | Affiliate of member, Vice Holding Inc | 5/9/2019 | \$2,669.03 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Byte London | Affiliate of member, Vice Holding Inc | 5/10/2019 | \$1,337.24 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Luxury Toilets Ltd | Affiliate of member, Vice Holding Inc | 5/13/2019 | \$664.02 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Flight Centre Limited | Affiliate of member, Vice Holding Inc | 5/14/2019 | \$6,619.69 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Major Players | Affiliate of member, Vice Holding Inc | 5/14/2019 | \$6,753.09 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Lighthouse Risk Services | Affiliate of member, Vice Holding Inc | 5/14/2019 | \$661.97 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Protein | Affiliate of member, Vice Holding Inc | 5/15/2019 | \$1,319.54 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Flight Centre Limited | Affiliate of member, Vice Holding Inc | 5/15/2019 | \$3,206.79 | Vendor payment on behalf of Starworks London |
| Starworks London Ltd. | Starworks London Ltd. | Affiliate of member, Vice Holding Inc | 6/18/2019 | \$11,574.36 | Loan to Starworks London for HMRC legal advisor |
| Starworks London Ltd. | Starworks London Ltd. | Affiliate of member, Vice Holding Inc | 6/25/2019 | \$30,004.37 | Loan to Starworks London for payment to cover SWL salaries |
| | | | | \$575,557.58 | |